

ARNOLD & PORTER KAYE SCHOLER LLP
250 West 55th Street
New York, New York 10019
Telephone: (212) 836-8000
Facsimile: (212) 836-8689

Special Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., et al.,¹

Debtors.

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**FIFTEENTH MONTHLY FEE STATEMENT OF ARNOLD & PORTER
KAYE SCHOLER LLP FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE DEBTORS
FOR THE PERIOD FROM NOVEMBER 1, 2020 THROUGH NOVEMBER 30, 2020**

Name of Applicant	Arnold & Porter Kaye Scholer LLP
Applicant's Role in Case	Special Counsel to the Debtors
Date Order of Employment Signed	December 20, 2019
Period for Which Compensation and Reimbursement is Sought	November 1, 2020 through November 30, 2020

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Summary of Total Fees and Expenses Requested	
Total Compensation Incurred	\$182,768.26 ²
Less 20% Holdback	\$36,553.65
Total Reimbursement Requested	\$0.00
Total Compensation and Reimbursement Requested in this Statement	\$146,214.61
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), the *Order Authorizing the Retention and Employment of Arnold & Porter Kaye Scholer LLP as Special Counsel for the Debtors Nunc Pro Tunc to the Petition Date*, dated December 20, 2019 [Docket No. 691] (the “**Retention Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “**Interim Compensation Order**”), Arnold & Porter Kaye Scholer LLP (“**Arnold & Porter**” or “**A&P**”), special counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period from November 1, 2020 Through November 30, 2020* (this “**Fee Statement**”).³ By this Fee Statement, A&P seeks (i) compensation in the

² This amount reflects a reduction in fees in the amount of \$32,253.24 on account of voluntary discounts on fees as described in the Application of Debtors for Authority to Retain and Employ Arnold & Porter Kaye Scholer LLP as Special Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 593] (the “**Retention Application**”).

³ The period from November 1, 2020, through and including November 30, 2020, is referred to herein as the “**Fee Period**.”.

amount of \$146,214.61 which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that A&P incurred in connection with such services during the Fee Period (*i.e.*, \$182,768.26) and (ii) payment of \$0.00 for the actual, necessary expenses that A&P incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a chart of the number of hours expended and fees incurred (on an aggregate basis) by A&P partners, counsel, associates, and paraprofessionals during the Fee Period with respect to each of the project categories A&P established in accordance with its internal billing procedures. As reflected in **Exhibit A**, A&P incurred \$182,768.26 in fees during the Fee Period. Pursuant to this Fee Statement, A&P seeks reimbursement for 80% of such fees, totaling \$146,214.61.

2. Attached hereto as **Exhibit B** is a chart of A&P professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$773.08.⁴ The blended hourly billing rate of all paraprofessionals is \$335.75.⁵

3. A&P did not incur or disburse any expenses during the Fee Period.

⁴ This blended hourly rate is for all Arnold & Porter attorney timekeepers who provided services during the Fee Period and takes into account the voluntary discount. The Litigation Manager position is a paraprofessional position at Arnold & Porter. However, for the purposes of calculating the blended hourly billing rate of attorneys, the Litigation Manager totals are included, as the Litigation Manager role is held by an attorney.

⁵ This blended rate is for all Arnold & Porter paraprofessionals who provided services during the Fee Period and takes into account the voluntary discount.

4. Attached hereto as **Exhibit C** are the time records of A&P for the Fee Period organized by project category with a daily time log describing the time spent by each attorney and other professional during the Fee Period.

Notice

5. A&P will provide notice of this Fee Statement in accordance with the Interim Compensation Order. A&P submits that no other or further notice be given.

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WHEREFORE, A&P, in connection with services rendered on behalf of the Debtors, respectfully requests (i) compensation in the amount of \$146,214.61, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that A&P incurred in connection with such services during the Fee Period (*i.e.*, \$182,768.26) and (ii) payment of \$0.00 for the actual, necessary expenses that A&P incurred in connection with such services during the Fee Period.

Dated:

January 7, 2021

Respectfully submitted,

By: /s/ Rory Greiss

ARNOLD & PORTER KAYE SCHOLER LLP

Rory Greiss

250 West 55th Street

New York, New York 10019

rory.greiss@arnoldporter.com

-AND-

Rosa J. Evergreen

601 Massachusetts Ave, NW

Washington, DC 2001-3743

rosa.evergreen@arnoldporter.com

Special Counsel to the Debtors

Exhibit A

Fees by Project Category

Project Category	Total Hours	Total Fees
Commercial Contracts Advice	12.40	\$8,224.60
Project Hawk	1.10	\$1,103.30
Project Spiny Monster	1.30	\$1,303.90
Project Catalyst	88.70	\$70,159.42
Oncology Development Agreement	27.90	\$21,968.25
Retention and Fee Applications	23.80	\$11,909.77
Project Pluto	24.30	\$18,476.87
Project Kelp III	65.40	\$49,622.15
Total⁶	244.90	\$182,768.26

⁶ This amount reflects a reduction in fees in the amount of \$32,253.24 on account of voluntary discounts as described in the Retention Application.

Exhibit B

Professional and Paraprofessional Fees

Name of Professional Person	Position	Year of Obtaining License to Practice (if Applicable)	Hourly Billing Rate	Total Billed Hours	Total Compensation
Evergreen, Rosa J.	Partner	2005	950.00	3.50	\$3,325.00
Feinstein, Deborah L.	Partner	1987	1,350.00	17.00	\$22,950.00
Greiss, Rory	Partner	1981	1,180.00	47.90	\$56,522.00
Pippins, Raqiyyah	Partner	2006	870.00	3.00	\$2,610.00
Schmidt, John	Partner	1994	1,075.00	0.10	\$107.50
Ewart, Jason	Counsel	2003	950.00	5.50	\$5,225.00
Moskatel, Ira	Counsel	1975	1,020.00	13.50	\$13,770.00
Rothman, Eric	Counsel	2008	905.00	28.70	\$25,973.50
Boyce, Monique	Associate	2016	760.00	48.50	\$36,860.00
Clements, Ginger	Associate	2016	700.00	2.50	\$1,750.00
Eaton, Claire	Associate	2020	500.00	7.90	\$3,950.00
Einstein, Brandon	Associate	2017	630.00	2.20	\$1,386.00
Zausner, Ethan	Associate	2017	700.00	49.10	\$34,370.00
Boccanfuso, Anthony	Litigation Manager	1989	595.00	0.50	\$297.50
Reddix, Darrell	Legal Assistant		395.00	15.00	\$5,925.00
Total				244.90	\$215,021.50
Less 15% Discount					(\$32,253.24)
Discounted Total					\$182,768.26
Less 20% Holdback					(\$36,553.65)
Total Amount Requested Herein					\$146,214.61

Exhibit C

Detailed Time Records and Expenses

Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Stamford, CT 06901

January 6, 2021
Invoice # 30121552
EIN 53-0208605

Client/Matter # 1049218.00117

Commercial Contracts Advice

20170001233

For Legal Services Rendered through November 30, 2020	\$	9,676.00
Discount:		<u>-1,451.40</u>
Fee Total		8,224.60
Total Amount Due	\$	<u>8,224.60</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 759451
Baltimore, MD 21275-9451

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January 6, 2021

Invoice # 30121552

(1049218.00117)
Commercial Contracts Advice**Legal Services:**

Name	Date	Hours	Narrative
Eric Rothman	11/04/20	1.20	Review, analyze Merger Agreement to opine on option structure.
Ethan Zausner	11/10/20	1.50	Teleconference with E. Rothman to discuss draft supply agreement (.1); review, analyze same (1.4).
Rory Greiss	11/16/20	0.50	Correspondence with K. McCarthy and E. Rothman re: review of Quality Agreement.
Ethan Zausner	11/18/20	1.70	Teleconferenece with Purdue team re: markup of quality agreement (1.2); review, analyze same (.5).
Ethan Zausner	11/20/20	3.50	Review, revise draft of supply agreement.
Ethan Zausner	11/23/20	0.30	Correspondence with R. Pippins re: quality agreement.
Raqiyyah Pippins	11/23/20	1.10	Review, analyze quality agreement mark-up (.8); correspondence with E. Zausner re: same (.3).
Ethan Zausner	11/30/20	0.70	Review, analyze Quality Agreement (.5); correspondence with R. Pippins re: same (.2).
Raqiyyah Pippins	11/30/20	1.90	Review, revise quality agreement (1.7); correspondence with E. Zausner re: same (.2).
Total Hours		12.40	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	0.50	1,180.00	590.00
Raqiyyah Pippins	3.00	870.00	2,610.00
Eric Rothman	1.20	905.00	1,086.00
Ethan Zausner	7.70	700.00	5,390.00
TOTAL	12.40		9,676.00

Total Current Amount Due**\$8,224.60**

Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

January 6, 2021
Invoice # 30121553
EIN 53-0208605

Client/Matter # 1049218.00128

Project Hawk

20200002836

For Legal Services Rendered through November 30, 2020	\$	1,298.00
Discount:		<u>-194.70</u>
Fee Total		1,103.30
Total Amount Due	\$	<u>1,103.30</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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January 6, 2021

Invoice # 30121553

(1049218.00128)
Project Hawk

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	11/02/20	1.10	Review, revise agreement in accordance with R. Inz comments (.8); correspondence with R. Inz re: same (.3).
Total Hours		1.10	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	1.10	1,180.00	1,298.00
TOTAL	1.10		1,298.00

Total Current Amount Due	\$1,103.30
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Arnold & Porter

Purdue Pharma L.P.
Attn: Edward G. Angelini
Associate General Counsel
One Stamford Forum
Stamford, CT 06901-3431

January 6, 2021
Invoice # 30121554
EIN 53-0208605

Client/Matter # 1049218.00129

Project Spiny Monster

20180001843

For Legal Services Rendered through November 30, 2020	\$	1,534.00
Discount:		<u>-230.10</u>
Fee Total		1,303.90
Total Amount Due	\$	<u>1,303.90</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 759451
Baltimore, MD 21275-9451

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January 6, 2021

Invoice # 30121554

(1049218.00129)
Project Spiny Monster

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	11/04/20	1.30	Review correspondence from K. McCarthy re: option mechanics (.4); review Merger and Option Agreement provisions in preparation for call with K. McCarthy (.9).
Total Hours		1.30	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	1.30	1,180.00	1,534.00
TOTAL	1.30		1,534.00

Total Current Amount Due	\$1,303.90
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Arnold & Porter

Purdue Pharma L.P.
Philip Strassburger, Esq.
One Stamford Forum
Stamford, CT 06901-3431

January 6, 2021
Invoice # 30121555
EIN 53-0208605

Client/Matter # 1049218.00132

Project Catalyst

20200002830

For Legal Services Rendered through November 30, 2020	\$	82,540.50
Discount:		<u>-12,381.08</u>
Fee Total		70,159.42
Total Amount Due	\$	<u>70,159.42</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

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January 6, 2021

Invoice # 30121555

(1049218.00132)
Project Catalyst**Legal Services:**

Name	Date	Hours	Narrative
Deborah L. Feinstein	11/01/20	0.30	Review, revise talking points outline.
Deborah L. Feinstein	11/02/20	1.70	Review, revise talking points.
Monique Boyce	11/02/20	3.20	Review, revise attorney work product regarding inquiry into transaction (2.8); correspond with Purdue and A&P team regarding responses (.4).
Deborah L. Feinstein	11/03/20	0.50	Correspond with A&P team re: requests.
Monique Boyce	11/03/20	0.40	Review, revise talking points outline (.2); correspond with A&P team regarding talking points (.2).
Deborah L. Feinstein	11/04/20	5.00	Teleconference with M. Boyce and Purdue team re: response to inquiry (.7); review, revise response strategy outline (4.3).
Monique Boyce	11/04/20	8.70	Teleconference with D. Feinstein and Purdue team re: response to inquiry (.7); correspond with Purdue team re: same (.3); review, revise talking points (7.2); correspond with A&P team regarding response strategy (.5).
Deborah L. Feinstein	11/05/20	1.80	Teleconference with M. Boyce and Purdue team re: response to inquiry (.7); review, revise response strategy outline (4.3).
Monique Boyce	11/05/20	7.30	Review, revise talking points outline (3.5); teleconference with D. Feinstein and inquiring party to discuss inquiry (.5); review, revise response to inquiry (3.0); correspond with Rhodes Team, Pharma business group, and A&P team regarding data for use in response (.3).
Deborah L. Feinstein	11/06/20	0.80	Correspond with A&P and Purdue teams re: request.
Monique Boyce	11/06/20	2.30	Review, revise inquiry response document (2); correspond with co-counsel, Rhodes Technologies, and A&P teams regarding draft (.3).
Deborah L. Feinstein	11/07/20	0.10	Review comments on inquiry letter.

January 6, 2021

Invoice # 30121555

Name	Date	Hours	Narrative
Deborah L. Feinstein	11/10/20	0.20	Review, draft inquiry response letter.
Monique Boyce	11/10/20	3.50	Correspond with Rhodes Technologies re: comments on inquiry response (.8); revise inquiry response (2.7).
John Schmidt	11/11/20	0.10	Review correspondence from Kirkland re: CMA response.
Deborah L. Feinstein	11/11/20	1.40	Review, draft inquiry response letter.
Monique Boyce	11/11/20	0.50	Review, analyze response to inquiry (.3); correspondence with client and outside counsel re: same (.2).
Deborah L. Feinstein	11/12/20	0.80	Teleconference with Purdue team re: integration planning.
Deborah L. Feinstein	11/18/20	0.40	Teleconference with inquiring party re: info request (.3); correspond with A&P team re: same (.1).
Deborah L. Feinstein	11/19/20	0.20	Correspond with Purdue team re: DEA issues.
Monique Boyce	11/19/20	0.20	Review documents for clean room determination.
Deborah L. Feinstein	11/20/20	1.50	Teleconference with A&P and Kirkland teams to discuss additional inquiry requests (.5); review, revise response to inquiry (1.0).
Monique Boyce	11/20/20	0.80	Teleconference with A&P and Kirkland teams to discuss additional inquiry requests (.5); review, analyze additional data from client in response to inquiry (.3).
Deborah L. Feinstein	11/23/20	0.30	Teleconference with A&P and Kirkland teams to discuss additional inquiry requests (.3).
Monique Boyce	11/23/20	2.50	Review, analyze documents for materials responsive to document requests (2.2); teleconference with A&P and Kirkland teams to discuss additional requests (.3).
Rory Greiss	11/24/20	0.70	Review, revise transition services project (.6); correspondence with Purdue team and A&P team re: staffing (.1).
Rory Greiss	11/25/20	1.20	Correspondence with I. Moskatel and B. Einstein re: transition services project (.3); videoconference with B. Einstein, I. Moskatel and E. Rothman re: background of transaction (.5); correspondence with A&P team re: activities in the coming week (.4).

January 6, 2021

Invoice # 30121555

Name	Date	Hours	Narrative
Deborah L. Feinstein	11/25/20	0.40	Teleconference with Jim Doyle, Roxana Aleali and Karen McCarthy re: submissions.
Ira D. Moskatel	11/25/20	5.00	Review, analyze transition services agreement (1.8); videoconference with B. Einstein, R. Griess and E. Rothman re: background of transaction (.5); review, analyze materials re: software licenses and service agreements (2.7).
Brandon R. Einstein	11/25/20	1.20	Conference call with R. Greiss, E. Rothman and I. Moskatel regarding Noramco IT Transition Services Agreement (.5); review implicated agreements requiring consent in regards to the same (.5).
Monique Boyce	11/25/20	9.30	Teleconference with Rhodes Technologies to discuss data production and document collection (1.1); review, analyze documents for 4(c)/4(d) compliance (8.2).
Ira D. Moskatel	11/26/20	4.00	Review, analyze license and service agreements associated with sale of Coventry plant and transition services agreement.
Ira D. Moskatel	11/27/20	4.00	Review, analyze agreements (3.1); correspond with B. Einstein re: same (.9).
Brandon R. Einstein	11/27/20	0.30	Review agreements potentially implicated by the Noramco IT Transition Services Agreement and related transfer of licenses.
Monique Boyce	11/27/20	9.80	Review, analyze documents for 4(c)/4(d) compliance.
Deborah L. Feinstein	11/28/20	1.30	Review, analyze documents for 4(c) compliance.
Brandon R. Einstein	11/29/20	0.70	Review license agreements related to IT Transition Services agreement with Noramco.
Deborah L. Feinstein	11/30/20	0.30	Teleconference with D. Feinstein re: review of 4c materials. (.3).
Ira D. Moskatel	11/30/20	0.50	Review spreadsheet of consent vendors.
Jason C. Ewart	11/30/20	5.50	Review, analyze HSR Item 4 documents (5.2); teleconference with D. Feinstein re: same (.3).
Total Hours		88.70	

January 6, 2021

Invoice # 30121555

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Deborah L. Feinstein	17.00	1,350.00	22,950.00
Rory Greiss	1.90	1,180.00	2,242.00
John Schmidt	0.10	1,075.00	107.50
Jason C. Ewart	5.50	950.00	5,225.00
Ira D. Moskatel	13.50	1,020.00	13,770.00
Monique Boyce	48.50	760.00	36,860.00
Brandon R. Einstein	2.20	630.00	1,386.00
TOTAL	88.70		82,540.50

Total Current Amount Due**\$70,159.42**

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
One Stamford Forum
Stamford, CT 06901-3431

January 6, 2021
Invoice # 30121556
EIN 53-0208605

Client/Matter # 1049218.00143

Oncology Development Agreement

20190002456

For Legal Services Rendered through November 30, 2020	\$	25,845.00
Discount:		<u>-3,876.75</u>
Fee Total		21,968.25
Total Amount Due	\$	<u>21,968.25</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 759451
Baltimore, MD 21275-9451

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January 6, 2021

Invoice # 30121556

(1049218.00143)
Oncology Development Agreement

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	11/05/20	1.20	Review correspondence re: services agreement (.2); videoconference with K. McCarthy, R. Aleali and E. Rothman re: same (.5); review, draft services agreement (.5).
Eric Rothman	11/05/20	2.10	Review, analyze Oncology Services Agreement (1.6); videoconference with K. McCarthy, R. Aleali and R. Griess re: same (.5).
Rory Greiss	11/06/20	1.30	Review, analyze draft R&D agreement re: Tino.
Rory Greiss	11/09/20	2.20	Teleconference with E. Rothman to prepare for videoconference with R. Aleali, K. McCarthy and E. Rothman re: draft R&D agreement (.5); videoconference with R. Aleali, K. McCarthy and E. Rothman to review agreement (.7); prepare issues list for team use on Tuesday call with other side (1.0).
Eric Rothman	11/09/20	1.90	Review, analyze Oncology Services Agreement (.7); teleconference with R. Greiss to prepare for videoconference with R. Aleali, K. McCarthy re: draft R&D agreement (.5); videoconference with R. Aleali, K. McCarthy and R. Greiss to review agreement (.7).
Rory Greiss	11/13/20	2.80	Review draft IP agreement prepared by opposing side (2.5); correspondence regarding services agreement next steps with E. Rothman, R. Aleali and K. McCarthy (.3).
Eric Rothman	11/13/20	1.10	Review Oncology Services Agreement.
Rory Greiss	11/17/20	1.20	Correspondence with E. Rothman to discuss issues to be addressed in mark-up of draft agreement (.7); correspondence with R. Aleali and K. McCarthy re: same (.5).
Eric Rothman	11/17/20	1.10	Review, analyze Oncology Services Agreement (.6); correspondence with R. Greiss re: same (.5).
Rory Greiss	11/18/20	1.20	Review correspondence from R. Aleali and K. McCarthy re: ongoing discussions with other side re: issues on draft agreements and matters to be reflected in our mark-up (.5); correspondence with E. Rothman and C. Eaton re: same (.7).
Claire Eaton	11/18/20	0.20	Correspondence with E. Rothman, R. Greiss to discuss revisions to oncology development agreement.
Claire Eaton	11/19/20	5.50	Review, revise services agreement.

January 6, 2021

Invoice # 30121556

Name	Date	Hours	Narrative
Rory Greiss	11/20/20	2.50	Review, revise agreement in accordance with C. Eaton's mark-up (2.1); correspondence with E. Eaton and E. Rothman re: revised agreement (.4).
Claire Eaton	11/20/20	1.40	Review, revise services agreement (1.2); correspondence with R. Greiss and E. Rothman re: same (.2).
Rory Greiss	11/24/20	0.60	Review correspondence from R. Aleali re: revisions to be made to Services Agreement draft (.3); correspondence with C. Eaton re: same (.3).
Claire Eaton	11/24/20	0.10	Correspondence with R. Greiss regarding client comments to the services agreement.
Rory Greiss	11/25/20	0.80	Correspondence with R. Aleali regarding comments to agreement to be incorporated (.3); correspondence with C. Eaton re: same (.1); review edits to agreement (.4).
Claire Eaton	11/25/20	0.70	Revise services agreement based on comments from client and comments Davis Polk (.5); correspondence with E. Rothman and R. Greiss re: same (.1); send services agreement to client for review (.1).
Total Hours		27.90	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	13.80	1,180.00	16,284.00
Eric Rothman	6.20	905.00	5,611.00
Claire Eaton	7.90	500.00	3,950.00
TOTAL	27.90		25,845.00

Total Current Amount Due

\$21,968.25

Arnold & Porter

Purdue Pharma L.P.
Attn: Philip Strassburger
Vice President and General Counsel
One Stamford Forum
Stamford, CT 06901-3431

January 6, 2021
Invoice # 30121557
EIN 53-0208605

Client/Matter # 1049218.00148

Retention and Fee Applications

20190002705

For Legal Services Rendered through November 30, 2020	\$	14,011.50
Discount:		<u>-2,101.73</u>
Fee Total		11,909.77
Total Amount Due	\$	<u>11,909.77</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 759451
Baltimore, MD 21275-9451

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January 6, 2021

Invoice # 30121557

(1049218.00148)
Retention and Fee Applications**Legal Services:**

Name	Date	Hours	Narrative
Rosa J. Evergreen	11/02/20	0.20	Correspond with A&P team re: September fee statement.
Darrell B. Reddix	11/02/20	2.20	Prepare Thirteenth monthly fee statement including exhibits.
Rory Greiss	11/03/20	0.50	Review, analyze September Monthly Fee Statement.
Rosa J. Evergreen	11/03/20	0.30	Correspond with A&P team re: September fee statement.
Darrell B. Reddix	11/03/20	1.80	Prepare Thirteenth monthly fee statement including exhibits (1.3); prepare same for filing (.4); serve same (.1).
Darrell B. Reddix	11/05/20	1.00	Prepare Third Interim Fee Application including exhibits.
Darrell B. Reddix	11/06/20	3.90	Prepare Third Interim Fee Application including exhibits.
Rory Greiss	11/09/20	1.10	Review draft of Third Interim Fee Application (.5); call with A&P team to review fee application (.6).
Rosa J. Evergreen	11/09/20	1.30	Review, analyze fee application (.5); call with A&P team re: same (.6); correspondecne with D. Reddix re: same (.2).
Darrell B. Reddix	11/09/20	1.70	Teleconference with A&P team re: Third Interim Fee Application (.6); review, revise same (.7); prepare Fourteenth monthly report including exhibits (.4).
Ginger Clements	11/10/20	0.10	Correspond with A&P team re interim fee application.
Ginger Clements	11/11/20	1.40	Revise interim fee application (1.2); telephone conference with D. Reddix re same (.2).
Rosa J. Evergreen	11/11/20	0.50	Correspond with A&P team re: interim fee application.
Darrell B. Reddix	11/11/20	0.50	Teleconference with G. Clements re Third Interim Fee Application (.2), review, revise the same (.3).
Rory Greiss	11/12/20	0.40	Review revised Interim Fee Application .
Ginger Clements	11/12/20	0.90	Review, revise interim fee application.
Rosa J. Evergreen	11/12/20	0.70	Review, revise fee application (.4); communicate with R. Greiss, D. Reddix and G. Clements on same (.3).
Darrell B. Reddix	11/12/20	1.00	Prepare Third Interim Fee Application including exhibits.
Rory Greiss	11/13/20	0.30	Correspondence with D. Reddix re: filing of Third Interim Fee Application.
Ginger Clements	11/13/20	0.10	Review correspondence with A&P team re filing interim fee application.
Rosa J. Evergreen	11/13/20	0.30	Correspond with A&P team re: finalizing and filing fee application.
Darrell B. Reddix	11/13/20	1.40	Prepare Third Interim Fee Application including exhibits (.7); file same including service (.7)
Anthony D. Boccanfuso	11/13/20	0.50	Correspond with A&P team regarding filing fee application.

January 6, 2021

Invoice # 30121557

Name	Date	Hours	Narrative
Rosa J. Evergreen	11/18/20	0.20	Communicate with D. Reddix re fee statement.
Darrell B. Reddix	11/20/20	0.70	Prepare Fourteenth Monthly report including exhibits.
Darrell B. Reddix	11/23/20	0.80	Prepare Fourteenth Monthly report including exhibits.
Total Hours		23.80	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rosa J. Evergreen	3.50	950.00	3,325.00
Rory Greiss	2.30	1,180.00	2,714.00
Ginger Clements	2.50	700.00	1,750.00
Anthony D. Boccanfuso	0.50	595.00	297.50
Darrell B. Reddix	15.00	395.00	5,925.00
TOTAL	23.80		14,011.50

Total Current Amount Due

\$11,909.77

Arnold & Porter

Purdue Pharma L.P.
Attn: Phillip C. Strassburger
Vice President & General Counsel
One Stamford Forum
Stamford, CT 06901

January 6, 2021
Invoice # 30121558
EIN 53-0208605

Client/Matter # 1049218.00149

Project Pluto

20200002767

For Legal Services Rendered through November 30, 2020	\$	21,737.50
Discount:		<u>-3,260.63</u>
Fee Total		18,476.87
Total Amount Due	\$	<u>18,476.87</u>

Wire Transfer Instructions:

Account Name: Arnold & Porter Kaye Scholer LLP
Bank Info: Wells Fargo Bank NA
420 Montgomery Street
San Francisco, CA 94104
Account Number: 4127865475
ABA Number: 121000248
Swift Code: WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 759451
Baltimore, MD 21275-9451

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January 6, 2021

Invoice # 30121558

(1049218.00149)
Project Pluto**Legal Services:**

Name	Date	Hours	Narrative
Ethan Zausner	11/14/20	0.50	Review, analyze updated Board of Directors presentation for potential updates to draft agreement.
Rory Greiss	11/16/20	2.50	Review correspondence from J. Doyle re: option and license agreement modifications (.3); correspondence with J. Doyle, E. Rothman and E. Zausner re: same and re: scheduling call to discuss (.3); review existing agreement (.5); videoconference with J. Doyle, E. Rothman and E. Zausner to discuss changes to be made (.9); correspondence with E. Rothman and E. Zausner re: next steps (.5).
Eric Rothman	11/16/20	1.80	Teleconference with J. Doyle, R. Greiss and E. Zausner to discuss changes to Pluto Agreement (.9); review, revise same (.9).
Ethan Zausner	11/16/20	4.60	Teleconference with J. Doyle, R. Greiss and E. Rothman to discuss changes to Pluto Agreement (.9); correspondence with A&P team to discuss next steps (.5); review, revise updated draft of option and license agreement (3.2).
Rory Greiss	11/17/20	2.50	Review, analyze E. Zausner's revised draft of agreement (1.8); videoconference with E. Rothman and E. Zausner to discuss revisions (.7).
Eric Rothman	11/17/20	1.60	Review, revise Pluto Agreement.
Ethan Zausner	11/17/20	2.50	Review, revise license and option agreement (2.0); correspondence with E. Rothman and R. Greiss re: comments (.5).
Ethan Zausner	11/18/20	2.50	Review, revise draft of license and option agreement.
Rory Greiss	11/19/20	2.50	Review, analyze agreement revisions prepared by E. Zausner and E. Rothman (1.6); review, revise agreement (.6); correspondence with E. Zausner and E. Rothman re: revisions (.3).
Eric Rothman	11/19/20	2.10	Review, revise Pluto License.
Ethan Zausner	11/19/20	1.20	Review, revise draft of license and option agreement.
Total Hours		24.30	

January 6, 2021

Invoice # 30121558

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	7.50	1,180.00	8,850.00
Eric Rothman	5.50	905.00	4,977.50
Ethan Zausner	11.30	700.00	7,910.00
TOTAL	24.30		21,737.50

Total Current Amount Due

\$18,476.87

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
One Stamford Forum
Stamford, CT 06901

January 6, 2021
Invoice # 30121559
EIN 53-0208605

Client/Matter # 1049218.00151

Project Kelp III

20200002984

For Legal Services Rendered through November 30, 2020	\$	58,379.00
Discount:		<u>-8,756.85</u>
Fee Total		49,622.15
Total Amount Due	\$	<u>49,622.15</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248
Swift Code:	WFBIUS6S

Or Remit To:	Arnold & Porter Kaye Scholer LLP P.O. Box 759451 Baltimore, MD 21275-9451
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January 6, 2021

Invoice # 30121559

(1049218.00151)
Project Kelp III**Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	11/10/20	1.30	Review, analyze draft agreements sent by Kelp (.8); correspondence with Purdue team re: schedule for review and comment (.5).
Eric Rothman	11/10/20	1.60	Review, analyze Project Kelp III Development Agreement and License Agreement to comment.
Rory Greiss	11/11/20	1.80	Review, revise draft Option Agreement.
Eric Rothman	11/11/20	1.70	Review, analyze Project Kelp III Development Agreement and License Agreement to comment.
Ethan Zausner	11/11/20	3.30	Review, analyze draft Development Agreement and License Agreement.
Rory Greiss	11/12/20	5.20	Review, analyze draft License Agreement (1.7); videoconference with E. Rothman and E. Zausner to discuss comments on draft Option Agreement and License Agreement (1.1); review, revise same (1.8); review bullet point high level issues list drafted by E. Zausner (.4); correspond with E. Zausner to provide comments on same (.2).
Eric Rothman	11/12/20	3.10	Teleconference with R. Greiss and E. Zausner to discuss Development and License Agreements (1.1); review, analyze same to provide comments (2.1).
Ethan Zausner	11/12/20	3.30	Teleconference with R. Greiss and E. Zausner to discuss Development and License Agreements (1.1); review, revise same based on comments (2.3).
Rory Greiss	11/13/20	0.80	Review, analyze high level comments on draft agreement including discussion with E. Rothman and E. Zausner (.4); review, revise final list of issues/comments and cover note (.4).
Eric Rothman	11/13/20	1.30	Review, analyze Project Kelp III Development Agreement and License Agreement to comment.
Ethan Zausner	11/13/20	0.70	Review, analyze issue bullets related materials.
Rory Greiss	11/17/20	1.20	Review materials in preparation for videoconference (.5); conference call with K. McCarthy, D. Saussy, B. Miller, E. Rothman and E. Zausner re: structure and other issues (.7).

January 6, 2021

Invoice # 30121559

Name	Date	Hours	Narrative
Eric Rothman	11/17/20	1.90	Teleconference with K. McCarthy, D. Saussy, B. Miller, E. Zausner and R. Greiss re: draft agreement (.7); review, revise same (1.2).
Ethan Zausner	11/17/20	0.70	Teleconference with K. McCarthy, D. Saussy, B. Miller, E. Rothman and R. Greiss re: draft agreement (.7).
Rory Greiss	11/18/20	1.10	
Ethan Zausner	11/18/20	1.50	Review, revise draft of issues list (.7); review, analyze comments to agreements (.8).
Rory Greiss	11/19/20	0.90	Review revised issues list and comment (.6); correspondence with E. Rothman and E. Zausner re: same (.3).
Eric Rothman	11/19/20	1.20	Review, revise Issues List for Project Kelp III Development Agreement and License Agreement.
Ethan Zausner	11/19/20	0.50	Review, analyze issue bullets and related correspondence.
Rory Greiss	11/20/20	0.30	Review, analyze Merger Agreement to opine on option structure.
Rory Greiss	11/24/20	2.70	Videoconference with Purdue and Kelp to discuss issues list and next steps (1.3); teleconference with E. Zausner and E. Rothman re: same (.6); teleconference with Purdue to go over open issues and drafting approach (.8).
Eric Rothman	11/24/20	2.70	Teleconference with Purdue and Kelp to discuss license agreement (1.3); teleconference with E. Zausner and R. Greiss re: drafting (.6); teleconference with client to discuss action plan on revised draft/open issues (.8).
Ethan Zausner	11/24/20	3.50	Teleconference with Purdue and Kelp to discuss license agreement (1.3); teleconference with E. Rothman and R. Greiss re: drafting (.6); teleconference with client to discuss action plan on revised draft/open issues (.8); review, revise license and development agreement (.8).
Ethan Zausner	11/25/20	3.30	Draft License and Development Agreement.
Ethan Zausner	11/27/20	3.80	Continue to draft License and Development Agreement.
Ethan Zausner	11/28/20	3.80	Review, draft License and Development Agreement.
Ethan Zausner	11/29/20	4.20	Further draft License and Development Agreement.
Rory Greiss	11/30/20	4.20	Review, revise draft of license and development agreement prepared by E. Zausner (3.8); correspondence with E. Zausner and E. Rothman re: review of combined comments (.4).
Eric Rothman	11/30/20	2.30	Review, revise Kelp III License Agreement.
Ethan Zausner	11/30/20	1.50	Review, revise License and Development Agreement.
Total Hours		65.40	

January 6, 2021

Invoice # 30121559

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rory Greiss	19.50	1,180.00	23,010.00
Eric Rothman	15.80	905.00	14,299.00
Ethan Zausner	30.10	700.00	21,070.00
TOTAL	65.40		58,379.00

Total Current Amount Due**\$49,622.15**